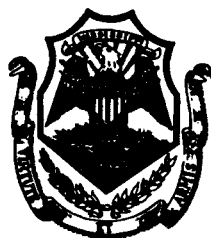


State of Mississippi



8560

Office of Secretary of State
Jackson

Certificate of Incorporation

of

CHICAGO BIG WEENEE, INC.

The undersigned, as Secretary of State of the State of Mississippi, hereby certifies that duplicate originals of Articles of Incorporation for the above named corporation duly signed and verified pursuant to the provisions of the Mississippi Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this CERTIFICATE OF INCORPORATION, and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Seal of Office,

this the 22nd day of October

19 86.

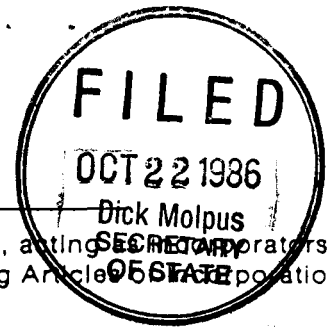
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SECRETARY OF STATE.



(TO BE EXECUTED IN DUPLICATE)
ARTICLES OF INCORPORATION
OF

CHICAGO BIG WEENEE, INC.



We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the Mississippi Business Corporation Law, adopted the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is CHICAGO BIG WEENEE, INC.

SECOND: The period of its duration is 99 years

(May not exceed 99 years)

THIRD: The specific purpose or purposes for which the corporation is organized stated in general terms are:
To own and operate a general restaurant and food service establishment; to buy, sell, exchange and generally deal in real property, improved and unimproved, and buildings of every class and description; to generally deal in the exchange selling and buying of real and personal property; to improve, sell, buy, mortgage, lease or otherwise acquire or dispose of any property, real or personal, and to take mortgages and assignments of mortgages upon the same; to enter into contracts to buy or sell any property, real or personal; to purchase or to otherwise acquire real or personal property of whatever kind and description, including the good will, stock, rights and property of any person, firm, association or corporation; to draw, make, accept, endorse, discount, execute and issue promissory notes and other negotiable or transferrable instruments for obligations of the corporation from time to time for any of its operations without reservation or limitation as to amount; to conduct any of its operations in any of its operations in any State or District, subject to the laws of such State or District.

(It is not necessary to set forth in the Articles of Incorporation any of the powers set fourth in section 79-3-7 of the Mississippi Code of 1972.)

(Use the following if the shares are to consist of one class only.)

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 5,000 of the par value of One Dollars (\$1.00) each (or without par value) (par value or sales price shall not be less than \$1.00 per share) (If no par shares are set out, then the sales price per share, if desired.)

(Use the following if the shares are divided into classes.)

FOURTH: The aggregate number of shares which the corporation is authorized to issue is N/A divided into N/A classes. The designation of each class, the number of shares of each class and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, are as follows:

Number of Shares	Class	Series (If any)	Par Value per Share or Statement That Shares are Without Par Value
NONE			

The preferences, limitations and relative rights in respect of the shares of each class and the variations in the relative rights and preferences as between series of any preferred or special class in series are as follows: (Insert a statement of any authority to be vested in the board of directors to establish series and fix and determine the variations in the relative rights and preferences as between series.)

NONE

FIFTH: The corporation will not commence business until consideration of the value of at least \$1,000 has been received for the issuance of shares.

SIXTH: Provisions granting to shareholders the preemptive right to acquire additional or treasury shares of the corporation are:

NONE

SEVENTH: The street and post office address of its initial registered office is _____
Three Rivers Road Gulfport, Mississippi 39503
(Street and Number) (City) (State)

and the name of its initial registered agent at such address is Joseph M. Gast

EIGHTH: The number of directors constituting the initial board of directors of the corporation, which must be not less than three (3), is Three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME	STREET AND POST OFFICE ADDRESS
Thomas J. Gast	617 L W W Mishawaka, IN. 46544
Joseph M. Gast	CDI Plaza 3 Rivers Road, Gulfport, MS 39503
James C. Gast	CDI Plaza, 3 Rivers Rd., Gulfport, MS 39503

NINTH: The name and post office address of each incorporator is:


NAME	STREET AND POST OFFICE ADDRESS
<u>James C. Gast</u>	<u>CDI Plaza, 3 Rivers Rd., Gulfport, MS</u>
<u>Joseph M. Gast</u>	<u>CDI Plaza, 3 Rivers Rd., Gulfport, MS</u>

TENTH: (Here set forth any provision, not inconsistent with law, which is desired to be set forth in the Articles: including, any provision restricting the transfers of shares or any provision required or permitted to be set forth in the by-laws)

NONE

Dated October 20, , 19 86


JOSEPH M. GAST


JAMES C. GAST

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HARRISON

This day personally appeared before me, the undersigned authority _____

JOSEPH M. GAST AND JAMES C. GAST

incorporators of the corporation known as the CHICAGO BIG WEENEE, INC.
who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act

and deed on this the 20th day of October, 19 86.


Notary Public

My Commission expires 8-22-90
(NOTARIAL SEAL)

Note: On all addresses the street and number must be shown if there is a street or number.

JONES. JONES & JONES, P.A.

**ATTORNEYS AT LAW
1605 TWENTY-THIRD AVENUE
P.O. DRAWER 4227
GULFPORT, MISSISSIPPI 39502**

**WALTER RAYFORD JONES
KENNETH L. JONES
DONALD R. JONES**

**TELEPHONE
864-8965
AREA CODE 601**

October 20, 1986

Secretary of State--Corporation Division
Post Office Box 136
Jackson, Mississippi 39205

RE: CHICAGO BIG WEENEE, INC.
Articles of Incorporation

Gentlemen:

I connection with the above referenced corporation,
please file the within Articles of Incorporation. We are
enclosing the original and one copy along with our check for
\$45.00. Please return the Charter to the above address.

If you have any questions concerning this matter,
please advise.

Sincerely,

JONES, JONES & JONES

KENNETH L. JONES

KLJ/ljs

Enclosures